

## U.S. Department of Justice

Washington, DC 20530

**Exhibit A to Registration Statement****Pursuant to the Foreign Agents Registration Act of 1938, as amended**

INSTRUCTIONS. Furnish this exhibit for EACH foreign principal listed in an initial statement and for EACH additional foreign principal acquired subsequently. The filing of this document requires the payment of a filing fee as set forth in Rule (d)(1), 28 C.F.R. § 5.5(d)(1). Compliance is accomplished by filing an electronic Exhibit A form at <https://www.fara.gov>.

Privacy Act Statement. The filing of this document is required by the Foreign Agents Registration Act of 1938, as amended, 22 U.S.C. § 611 *et seq.*, for the purposes of registration under the Act and public disclosure. Provision of the information requested is mandatory, and failure to provide this information is subject to the penalty and enforcement provisions established in Section 8 of the Act. Every registration statement, short form registration statement, supplemental statement, exhibit, amendment, copy of informational materials or other document or information filed with the Attorney General under this Act is a public record open to public examination, inspection and copying during the posted business hours of the FARA Unit in Washington, DC. Statements are also available online at the FARA Unit's webpage: <https://www.fara.gov>. One copy of every such document, other than informational materials, is automatically provided to the Secretary of State pursuant to Section 6(b) of the Act, and copies of any and all documents are routinely made available to other agencies, departments and Congress pursuant to Section 6(c) of the Act. The Attorney General also transmits a semi-annual report to Congress on the administration of the Act which lists the names of all agents registered under the Act and the foreign principals they represent. This report is available to the public in print and online at: <https://www.fara.gov>.

Public Reporting Burden. Public reporting burden for this collection of information is estimated to average .22 hours per response, including the time for reviewing instructions, searching existing data sources, gathering and maintaining the data needed, and completing and reviewing the collection of information. Send comments regarding this burden estimate or any other aspect of this collection of information, including suggestions for reducing this burden to Chief, FARA Unit, Counterintelligence and Export Control Section, National Security Division, U.S. Department of Justice, Washington, DC 20530; and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Washington, DC 20503.

## 1. Name of Registrant

Brown Rudnick LLP

## 2. Registration Number

7210

## 3. Primary Address of Registrant

One Financial Center, 18th Floor, Boston, MA 02111

## 4. Name of Foreign Principal

Commonwealth/Government of The Bahamas

## 5. Address of Foreign Principal

Paul K. Adderley Bldg, No. 18 John F. Kennedy Dr, P.O.  
Box. N-3007  
Nassau, N.P.  
BAHAMAS

## 6. Country/Region Represented

BAHAMAS

## 7. Indicate whether the foreign principal is one of the following:

☒ Government of a foreign country<sup>1</sup>☐ Foreign political party☐ Foreign or domestic organization: If either, check one of the following:☐ Partnership☐ Committee☐ Corporation☐ Voluntary group☐ Association☐ Other (*specify*) \_\_\_\_\_☐ Individual-State nationality \_\_\_\_\_

## 8. If the foreign principal is a foreign government, state:

a) Branch or agency represented by the registrant

Office of the Attorney-General and Ministry of Legal Affairs

b) Name and title of official with whom registrant engages

L. Ryan Pinder, K.C., Senator, Attorney General of the Bahamas

<sup>1</sup> "Government of a foreign country," as defined in Section 1(e) of the Act, includes any person or group of persons exercising sovereign de facto or de jure political jurisdiction over any country, other than the United States, or over any part of such country, and includes any subdivision of any such group and any group or agency to which such sovereign de facto or de jure authority or functions are directly or indirectly delegated. Such term shall include any faction or body of insurgents within a country assuming to exercise governmental authority whether such faction or body of insurgents has or has not been recognized by the United States.

---

9. If the foreign principal is a foreign political party, state:

- a) Name and title of official with whom registrant engages
  
- b) Aim, mission or objective of foreign political party

---

10. If the foreign principal is not a foreign government or a foreign political party:

- a) State the nature of the business or activity of this foreign principal.

b) Is this foreign principal:

- |   |  |
|---|--|
| Supervised by a foreign government, foreign political party, or other foreign principal         | Yes <input type="checkbox"/> No <input type="checkbox"/> |
| Owned by a foreign government, foreign political party, or other foreign principal              | Yes <input type="checkbox"/> No <input type="checkbox"/> |
| Directed by a foreign government, foreign political party, or other foreign principal           | Yes <input type="checkbox"/> No <input type="checkbox"/> |
| Controlled by a foreign government, foreign political party, or other foreign principal         | Yes <input type="checkbox"/> No <input type="checkbox"/> |
| Financed by a foreign government, foreign political party, or other foreign principal           | Yes <input type="checkbox"/> No <input type="checkbox"/> |
| Subsidized in part by a foreign government, foreign political party, or other foreign principal | Yes <input type="checkbox"/> No <input type="checkbox"/> |

---

11. Explain fully all items answered "Yes" in Item 10(b).

---

12. If the foreign principal is an organization and is not owned or controlled by a foreign government, foreign political party or other foreign principal, state who owns and controls it.

---

**EXECUTION**

In accordance with 28 U.S.C. § 1746, and subject to the penalties of 18 U.S.C. § 1001 and 22 U.S.C. § 618, the undersigned swears or affirms under penalty of perjury that he/she has read the information set forth in this statement filed pursuant to the Foreign Agents Registration Act of 1938, as amended, 22 U.S.C. § 611 *et seq.*, that he/she is familiar with the contents thereof, and that such contents are in their entirety true and accurate to the best of his/her knowledge and belief.

Date

Printed Name

Signature

12/23/2022Clara Krivoy/s/Clara Krivoy

**EXECUTION**

In accordance with 28 U.S.C. § 1746, and subject to the penalties of 18 U.S.C. § 1001 and 22 U.S.C. § 618, the undersigned swears or affirms under penalty of perjury that he/she has read the information set forth in this statement filed pursuant to the Foreign Agents Registration Act of 1938, as amended, 22 U.S.C. § 611 *et seq.*, that he/she is familiar with the contents thereof, and that such contents are in their entirety true and accurate to the best of his/her knowledge and belief.

Date

Printed Name

Signature

12/23/2022

Clara Krivoy

CLARA KRIVOVY



U.S. Department of Justice

Washington, DC 20530

**Exhibit B to Registration Statement****Pursuant to the Foreign Agents Registration Act of 1938, as amended**

**INSTRUCTIONS.** A registrant must furnish as an Exhibit B copies of each written agreement and the terms and conditions of each oral agreement with his foreign principal, including all modifications of such agreements, or, where no contract exists, a full statement of all the circumstances by reason of which the registrant is acting as an agent of a foreign principal. Compliance is accomplished by filing an electronic Exhibit B form at <https://www.fara.gov>.

**Privacy Act Statement.** The filing of this document is required for the Foreign Agents Registration Act of 1938, as amended, 22 U.S.C. § 611 *et seq.*, for the purposes of registration under the Act and public disclosure. Provision of the information requested is mandatory, and failure to provide the information is subject to the penalty and enforcement provisions established in Section 8 of the Act. Every registration statement, short form registration statement, supplemental statement, exhibit, amendment, copy of informational materials or other document or information filed with the Attorney General under this Act is a public record open to public examination, inspection and copying during the posted business hours of the FARA Unit in Washington, DC. Statements are also available online at the FARA Unit's webpage: <https://www.fara.gov>. One copy of every such document, other than informational materials, is automatically provided to the Secretary of State pursuant to Section 6(b) of the Act, and copies of any and all documents are routinely made available to other agencies, departments and Congress pursuant to Section 6(c) of the Act. The Attorney General also transmits a semi-annual report to Congress on the administration of the Act which lists the names of all agents registered under the Act and the foreign principals they represent. This report is available to the public in print and online at: <https://www.fara.gov>.

**Public Reporting Burden.** Public reporting burden for this collection of information is estimated to average .32 hours per response, including the time for reviewing instructions, searching existing data sources, gathering and maintaining the data needed, and completing and reviewing the collection of information. Send comments regarding this burden estimate or any other aspect of this collection of information, including suggestions for reducing this burden to Chief, FARA Unit, Counterintelligence and Export Control Section, National Security Division, U.S. Department of Justice, Washington, DC 20530; and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Washington, DC 20503.

1. Name of Registrant  
Brown Rudnick LLP

2. Registration Number  
7210

3. Name of Foreign Principal  
Commonwealth/Government of The Bahamas

Check Appropriate Box:

4. ☒ The agreement between the registrant and the above-named foreign principal is a formal written contract. If this box is checked, attach a copy of the contract to this exhibit.
5. ☐ There is no formal written contract between the registrant and the foreign principal. The agreement with the above-named foreign principal has resulted from an exchange of correspondence. If this box is checked, attach a copy of all pertinent correspondence, including a copy of any initial proposal which has been adopted by reference in such correspondence.
6. ☐ The agreement or understanding between the registrant and the foreign principal is the result of neither a formal written contract nor an exchange of correspondence between the parties. If this box is checked, give a complete description below of the terms and conditions of the oral agreement or understanding, its duration, the fees and expenses, if any, to be received.
7. What is the date of the contract or agreement with the foreign principal? 12/19/2022
8. Describe fully the nature and method of performance of the above indicated agreement or understanding.

See Appendix for Response

---

9. Describe fully the activities the registrant engages in or proposes to engage in on behalf of the above foreign principal.

See above answer.

---

10. Will the activities on behalf of the above foreign principal include political activities as defined in Section 1(o) of the Act<sup>1</sup>.

Yes ☒ No ☐

If yes, describe all such political activities indicating, among other things, the relations, interests or policies to be influenced together with the means to be employed to achieve this purpose. The response must include, but not be limited to, activities involving lobbying, promotion, perception management, public relations, economic development, and preparation and dissemination of informational materials.

Please see above answer. Some of the Registrant's activities may involve preparation and dissemination of informational materials and otherwise engaging with U.S. government agencies and the U.S. media.

---

11. Prior to the date of registration<sup>2</sup> for this foreign principal has the registrant engaged in any registrable activities, such as political activities, for this foreign principal?

Yes ☐ No ☒

If yes, describe in full detail all such activities. The response should include, among other things, the relations, interests, and policies sought to be influenced and the means employed to achieve this purpose. If the registrant arranged, sponsored, or delivered speeches, lectures, social media, internet postings, or media broadcasts, give details as to dates, places of delivery, names of speakers, and subject matter. The response must also include, but not be limited to, activities involving lobbying, promotion, perception management, public relations, economic development, and preparation and dissemination of informational materials.

Set forth below a general description of the registrant's activities, including political activities.

Set forth below in the required detail the registrant's political activities.

Date	Contact	Method	Purpose
------	---------	--------	---------

12. During the period beginning 60 days prior to the obligation to register<sup>3</sup> for this foreign principal, has the registrant received from the foreign principal, or from any other source, for or in the interests of the foreign principal, any contributions, income, money, or thing of value either as compensation, or for disbursement, or otherwise?

Yes ☐ No ☒

If yes, set forth below in the required detail an account of such monies or things of value.

Date Received	From Whom	Purpose	Amount/Thing of Value
---------------	-----------	---------	-----------------------

13. During the period beginning 60 days prior to the obligation to register<sup>4</sup> for this foreign principal, has the registrant disbursed or expended monies in connection with activity on behalf of the foreign principal or transmitted monies to the foreign principal?

Yes ☒ No ☐

If yes, set forth below in the required detail and separately an account of such monies, including monies transmitted, if any.

Date	Recipient	Purpose	Amount
11/15/2022- 12/15/2022	Internal	In connection with the non-political activities that the Registrant has described above, the Registrant has expended money on various administrative tasks, including, for example, printing, research fees, and travel over the last 60 days.	\$ 30,801.50
			\$ 30,801.50
			Total

<sup>1</sup> "Political activity," as defined in Section 1(o) of the Act, means any activity which the person engaging in believes will, or that the person intends to, in any way influence any agency or official of the Government of the United States or any section of the public within the United States with reference to formulating, adopting, or changing the domestic or foreign policies of the United States or with reference to the political or public interests, policies, or relations of a government of a foreign country or a foreign political party.

<sup>2,3,4</sup> Pursuant to Section 2(a) of the Act, an agent must register within ten days of becoming an agent, and before acting as such.

**EXECUTION**

In accordance with 28 U.S.C. § 1746, and subject to the penalties of 18 U.S.C. § 1001 and 22 U.S.C. § 618, the undersigned swears or affirms under penalty of perjury that he/she has read the information set forth in this statement filed pursuant to the Foreign Agents Registration Act of 1938, as amended, 22 U.S.C. § 611 *et seq.*, that he/she is familiar with the contents thereof, and that such contents are in their entirety true and accurate to the best of his/her knowledge and belief.

Date

Printed Name

Signature

12/23/2022Clara Krivoy/s/Clara Krivoy



**EXECUTION**

In accordance with 28 U.S.C. § 1746, and subject to the penalties of 18 U.S.C. § 1001 and 22 U.S.C. § 618, the undersigned swears or affirms under penalty of perjury that he/she has read the information set forth in this statement filed pursuant to the Foreign Agents Registration Act of 1938, as amended, 22 U.S.C. § 611 *et seq.*, that he/she is familiar with the contents thereof, and that such contents are in their entirety true and accurate to the best of his/her knowledge and belief.

Date

Printed Name

Signature

12/23/2022

Clara Krivoy

CLARA KRIVOVY

## Appendix

### Response to Item 8

**Item 8: Describe fully the nature and method of performance of the above indicated agreement or understanding.**

Brown Rudnick has been engaged since March 2022 to provide legal services to the Commonwealth/Government of The Bahamas ("The Bahamas") unrelated to any registrable activities. In particular, we agreed to represent The Bahamas in connection with the development of a country policy position statement regarding digital assets. (Please note that our engagement letter for this representation has not been provided because it only describes non-registrable activities and contains privileged and confidential information regarding specific steps and strategies to be used in connection with developing a high-level white paper reflecting the government's position on digital assets.)

Recently, Brown Rudnick has been reengaged by The Bahamas following the high-profile collapse of FTX Digital Markets Ltd. ("FTX") for services which come within the legal representation exemption. (Again, please note that our engagement letter is not provided because it does not involve registrable activities.) Given the significant attention by the U.S. government and media surrounding the collapse of FTX, Brown Rudnick anticipates that it may perform additional activities, which fall outside of the legal exemption, that require Brown Rudnick to communicate on behalf of The Bahamas with media outlets in the U.S. and/or U.S. government agencies and/or participate in meetings with representatives of the U.S. media and/or U.S. government agencies to discuss The Bahamas' activities and bona fides. Brown Rudnick anticipates that it may also contribute to written materials taking a position on the same, may share such materials through its website or social media, or may comment to the U.S. media on such materials. Accordingly, we have entered into another engagement letter dated December 6, 2022, attached hereto, that was agreed upon by The Bahamas on December 19, 2022. Note that we have yet to begin providing services under this agreement.

**brownrudnick**

CLARA KRIVOV

direct dial: 212.209-4848

fax: 212.938.2848

ckrivov@brownrudnick.com

December 6, 2022

Government of The Bahamas  
Office of the Attorney-General and Ministry of Legal Affairs  
Paul L. Adderley Building  
No. 18 John F. Kennedy Drive  
P. O. Box N-3007  
Nassau, N.P., The Bahamas

Attn.: L. Ryan Pinder, Q.C., Senator, Attorney General of The Commonwealth of The Bahamas

Via Email: [RYANPINDER@bahamas.gov.bs](mailto:RYANPINDER@bahamas.gov.bs)

**RE: Terms of Engagement**

Dear Ryan:

We are very pleased that The Commonwealth of The Bahamas ("**The Bahamas**") has engaged Brown Rudnick LLP ("**Brown Rudnick**"). This letter sets forth the basis on which Brown Rudnick will provide certain non-legal services, the scope of such services and the terms and conditions on which we will perform them. Please carefully review this letter and if it meets with your approval, sign and return the enclosed copy to me. We are of course available to answer any questions you may have regarding the engagement or the terms and conditions.

*Scope of Engagement*

We have agreed to represent The Bahamas as of the date hereof in connection with its public relations and communications regarding FTX Digital Markets Ltd. and its respective affiliates and subsidiaries and their owners, managers, employees, and counterparties. We expect that Brown Rudnick's participation in these activities may require Brown Rudnick to register as an agent of a foreign principal under the Foreign Agents Registration Act.





Staffing, Fees, and Expenses

William Baldiga, Stephen Best and I will have primary responsibility for the engagement. To the extent necessary and appropriate, other lawyers and Brown Rudnick personnel may work on this matter as well.

Fees for our services will be based on the time expended by each lawyer and other Brown Rudnick personnel (including personnel we may temporarily engage) on your matter, multiplied by that person's hourly rate. Brown Rudnick will apply a 10% fee discount to all invoices.

In addition to the fees for services, you also shall pay, and reimburse Brown Rudnick for, all costs and expenses incurred by Brown Rudnick in connection with the engagement.

Brown Rudnick's statements of fees for professional services and related costs and expenses will generally be prepared and mailed to you during the month following the month in which services are rendered or costs or expenses are incurred. Payments are due within thirty (30) days of the date of the statement. It is our objective to provide as much billing information as you require, and to provide that information in a format that meets your needs. When we represent more than one client with respect to a matter, each client is responsible for all fees and disbursements billed on that matter, and the clients will allocate those fees and charges among themselves as they choose.

Fee Disputes

Except in the event of withdrawal as provided in the paragraph below, should any dispute arise in connection with our representation of you or in connection with any other matter arising under this engagement letter, we both agree to seek to resolve the dispute amicably, including, if appropriate, utilization of mediation or other methods of alternative dispute resolution. If the dispute cannot be resolved amicably, we both agree that any action or proceeding relating to or arising out of the dispute will be brought in a state or federal court located in the state of New York; and we each agree that any such court has, and may exercise, personal jurisdiction over each of us in any such action.

Termination

Either party may terminate this contract with thirty days written notice.



The Commonwealth of The Bahamas  
December 6, 2022  
Page 3

Communicating with you

Brown Rudnick can provide communications in various modes, depending upon your requirements. In addition to the telephone and facsimile numbers listed on our letterhead, each attorney has an electronic mail address and a personal facsimile number. These may be accessed from mail accounts on the Internet and other electronic networks. These communication services, including facsimile, are used with your understanding that while Brown Rudnick will use appropriate measures to protect client confidentiality, these media may be subject to security risks. Should you not wish Brown Rudnick to use one or more of the communication methods described above, please advise us of such in writing. Brown Rudnick will use the communication services you specify.

Acknowledgement.

If the foregoing correctly reflects our understanding, please sign, date and return to me the enclosed copy of this letter. If you have any questions regarding this engagement letter or any aspects of our representation, please do not hesitate to contact me. We look forward to representing you and are pleased that you have chosen us to do so.

Sincerely,

BROWN RUDNICK LLP

Clara Krivoy

Consented and Agreed to:

The Commonwealth of The Bahamas

By: Office of the Attorney-General and Ministry of Legal Affairs  
Name: Dr. Donna L. Miller  
Title: Acting Permanent Secretary  
Dated: 19th December, 2022

Cc: William R. Baldiga, Esq.  
Stephen A. Best, Esq.